

**IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF DELAWARE**

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**IN RE CLASS 8 TRANSMISSION  
INDIRECT PURCHASER ANTITRUST  
LITIGATION**

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)  
) **Civil Action No. 11-cv-00009 (SLR)**  
) **CLASS ACTION**  
)  
)

**DECLARATION OF LEE ALBERT IN SUPPORT OF INDIRECT  
PURCHASER PLAINTIFFS' MOTION FOR CLASS CERTIFICATION**

I, Lee Albert, declare as follows:

1. I am a partner at Glancy, Binkow and Goldberg LLP, counsel for plaintiffs in the above-captioned action. As such, I have personal knowledge of the facts set forth below, and if called as a witness, could and would competently testify thereto. I make this declaration in support of the Indirect Purchaser Plaintiffs' ("IPPs") Motion for Class Certification.

2. Attached as Exhibit 1 hereto is the substantive language of the various state antitrust and consumer state that the IPPs alleged were violated by Defendants.

3. Attached as Exhibit 2 hereto are relevant pages of a [REDACTED]  
[REDACTED] (ZFMA0015604-15 at 08)

4. Attached as Exhibit 3 are relevant pages of a [REDACTED]  
[REDACTED] (MV0194786)

5. Attached as Exhibit 4 hereto are relevant pages of the deposition testimony of [REDACTED] *ZF Meritor LLC and Meritor Transmission Corporation v. Eaton Corporation*, Civil Action No. 06-623-SLR (D. Del.) (the "*ZF Meritor Action*")

6. Attached as Exhibit 5 hereto are relevant pages of the trial testimony of [REDACTED] in the *ZF Meritor* Action.

7. Attached as Exhibit 6 hereto [REDACTED]  
[REDACTED] (EATON-00163659)

8. Attached as Exhibit 7 hereto are relevant pages of [REDACTED]  
[REDACTED] (ZFMA0004249).

9. Attached as Exhibit 8 hereto are relevant pages [REDACTED]  
[REDACTED] (AT00453)

10. Attached as Exhibit 9 hereto are relevant pages [REDACTED]  
[REDACTED] (ZFMA0033753)

11. Attached as Exhibit 10 hereto are relevant pages [REDACTED]  
[REDACTED] (ZFMA0191789)

12. Attached as Exhibit 11 hereto are relevant pages of the trial testimony of [REDACTED]  
[REDACTED] in the *ZF Meritor* Action.

13. Attached as Exhibit 12 hereto is an [REDACTED]  
[REDACTED] (ARMFTL002738)

14. Attached as Exhibit 13 hereto is [REDACTED]  
[REDACTED] (PACCAR015132)

15. Attached as Exhibit 14 hereto is [REDACTED]  
(EATON-01405202)

16. Attached as Exhibit 15 hereto is [REDACTED]  
[REDACTED] (INT00016366)

17. Attached as Exhibit 16 hereto are relevant pages from the deposition testimony of

[REDACTED]

18. Attached as Exhibit 17 hereto are relevant pages from the deposition testimony of

[REDACTED]

19. Attached as Exhibit 18 hereto are relevant pages from the deposition testimony of

[REDACTED]

20. Attached as Exhibit 19 hereto are relevant pages from the deposition testimony of

[REDACTED]

21. Attached as Exhibit 20 hereto are relevant pages from the deposition testimony of

[REDACTED]

22. Attached as Exhibit 21 hereto are relevant pages from the deposition testimony of

[REDACTED]

23. Attached as Exhibit 22 hereto are relevant pages of

[REDACTED]

[REDACTED] (FTL0194)

24. Attached as Exhibit 23 hereto is

[REDACTED]

[REDACTED]

25. Attached as Exhibit 24 hereto is

[REDACTED]

[REDACTED] (EATON-00000422)

26. Attached as Exhibit 25 hereto is

[REDACTED]

[REDACTED] (EATON-01202757)

27. Attached as Exhibit 26 hereto is

[REDACTED]

[REDACTED] (EATON-01198805)

28. Attached as Exhibit 27 hereto is [REDACTED]  
(EATON-00930506)

29. Attached as Exhibit 28 hereto is [REDACTED]  
[REDACTED] (EATON-00999738)

30. Attached as Exhibit 29 hereto is [REDACTED]  
[REDACTED] (EATON-00029306)

31. Attached as Exhibit 30 hereto are relevant pages of the trial testimony of [REDACTED]  
[REDACTED] in the *ZF Meritor* Action.

32. Attached as Exhibit 31 hereto is [REDACTED]  
[REDACTED] (EATON-00029306)

33. Attached as Exhibit 32 hereto are relevant pages [REDACTED]  
[REDACTED] (EATON-00438080)

34. Attached as Exhibit 33 hereto is [REDACTED]  
[REDACTED] (PACCAR021900)

35. Attached as Exhibit 34 hereto is [REDACTED]  
[REDACTED]

36. Attached as Exhibit 35 hereto is [REDACTED]  
[REDACTED] (EATON-00029321)

37. Attached as Exhibit 36 hereto is [REDACTED]  
[REDACTED] (EATON-00634903)

38. Attached as Exhibit 37 hereto are relevant pages from the deposition testimony of  
[REDACTED]

39. Attached as Exhibit 38 hereto is [REDACTED]

[REDACTED] (EATON-00085510)

40. Attached as Exhibit 39 hereto is [REDACTED]

[REDACTED] (EATON-00111933)

41. Attached as Exhibit 40 hereto is [REDACTED]

[REDACTED] (EATON-00387109)

42. Attached as Exhibit 41 hereto are relevant pages [REDACTED]

[REDACTED] (ZFMA287385)

43. Attached as Exhibit 42 hereto are relevant pages from the deposition testimony of [REDACTED]

44. Attached as Exhibit 43 hereto are relevant pages of [REDACTED]

[REDACTED] (VM 000147)

45. Attached as Exhibit 44 hereto is [REDACTED]

[REDACTED] (ZFMA0369760)

46. Attached as Exhibit 45 hereto is the Jury Verdict Sheet in *ZF Meritor* Action.

47. Attached as Exhibit 46 hereto is the firm résumé of Glancy Binkow and Goldberg LLP.

48. Attached as Exhibit 47 hereto is the firm résumé of Gunderson Sharp, LLP.

I declare under penalty of perjury pursuant to the laws of the United States that the foregoing is true.

Executed this 3rd Day of November, 2014, in New York, New York.

/s/ Lee Albert  
Lee Albert